



Office of the Secretary of State  
Corporations Section  
P.O. Box 13697  
Austin, Texas 78711-3697

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**ARTICLES OF DISSOLUTION  
BY INCORPORATORS OR DIRECTORS  
(Article 6.01)**

1. The name of the corporation is \_\_\_\_\_  
The file number is \_\_\_\_\_
2. The date of issuance of its certificate of incorporation was \_\_\_\_\_
3. None of its shares have been issued.
4. The corporation has not commenced business.
5. The amount if any, actually paid on subscriptions for the corporation's shares (if any), less the amount paid for necessary expenses, has been returned to those entitled to receive it.
6. No debts of the corporation remain unpaid.
7. (Check either statement A or B below; do not check both.)  
☐ A. A majority of the directors elect that the corporation be dissolved.  
(A director is a person authorized to manage and direct the activities of a corporation.)  
  
or  
☐ B. A majority of the incorporators elect that the corporation be dissolved.  
(An incorporator is a person who signed the articles of incorporation.)

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

(Must be signed by a majority of directors if 7A is checked, or by a majority of incorporators if 7B is checked.)

**INSTRUCTIONS FOR FILING ARTICLES OF DISSOLUTION  
WHEN NO SHARES HAVE BEEN ISSUED  
AND THE CORPORATION HAS NOT COMMENCED BUSINESS**

1. If the corporation has issued shares or commenced business, obtain and file an article 6.06 dissolution form; **DO NOT FILE THIS FORM.**
2. Attach certificate #05-305 or #05-329 from the Comptroller of Public Accounts indicating that all franchise taxes have been paid and the corporation is in good standing for the purposes of dissolution. The articles of dissolution cannot be filed without a current certificate. Requests for certificates or questions on tax status should be directed to the Comptroller of Public Accounts, Tax Assistance Section, Austin, Texas 78774-0100. The phone number is (512) 463-4600 or (800) 252-1381. TDD: (800) 248-4099 or (512) 463-4621.

**NOTE:** The franchise tax year ends on December 31st. The corporation must be in good standing through the date of receipt of the articles of dissolution by the secretary of state. A post mark date will not be considered as the date of receipt.

Documents are not received on Saturdays, Sundays or legal holidays. If December 31st falls on a Saturday, Sunday, or legal holiday, the documents must be received no later than the last business day before December 31st. It is suggested that corporations attempting to dissolve prior to the end of the franchise tax year on December 31st, make their submissions well in advance of such tax deadline. Corporations not dissolved on or before December 31st will automatically be subject to the new franchise tax year's requirements as of January 1st.

Submissions which are incorrect or incomplete in any manner cannot be filed and will be returned. The effective date of filing is the date of receipt of the re-submission of a document which conforms to law.

3. Enclose a \$40.00 remittance for the filing fee for the articles of dissolution. The check should be made payable to the secretary of state.
4. Two copies of the form along with the filing fee should be mailed to the address shown in the heading of this form. The delivery address is James Earl Rudder Office Building, 1019 Brazos, Austin, Texas 78701. We will place one document on record and return a file stamped copy. The telephone number is (512) 463-5555, TDD: (800) 735-2989, FAX: (512) 463-5709.
5. Under article 10.03 of the Texas Business Corporation Act, a business may choose to make the filing of certain documents effective as of a date within 90 days of the date of submission. This can be accomplished by stating either a future date or describing a future event within the document submitted for filing. Please refer to article 10.03 of the TBCA for the specific requirements necessary for filing documents with a future effective date.